

**CollegeCounts 529 Fund
Meeting of the Board of Directors
100 N. Union Street, Suite 683
Montgomery, AL 36104
February 15, 2012
9:00 A.M.**

AGENDA

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| 1. Call to Order and Roll Call | Young Boozer, Chair |
| A. Introduction of Chess Bedsole | |
| 2. Approval of November 9, 2011, Minutes | Young Boozer, Chair |
| 3. Reports | |
| A. Plan Overview and Statistics | Jay Steinacher, Union Bank & Trust |
| B. Investment Performance | Trevor Jackson & Mannik Dhillon Wilshire Associates (by phone) |
| C. Consultant's Analysis | Jeremy Thiessen, PCA Consultants |
| D. Update on 529 Landscape | Andrea Feirstein, AKF Consulting |
| E. 2012 Marketing | Glenda Allred |
| 4. Decision Items | |
| A. Scholarship Program | Glenda Allred |
| 1. Issuance of RFP | |
| 2. Consideration of Resolution: AHELC Proposal | |
| 5. Informational Items | Brenda Emfinger |
| A. Financial Information | |
| B. BKD Audit Letter | |
| 6. Other Business | |
| Adjourn | |

* Next Meeting, May 9, 2012, 9:00 AM